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BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

GARY PIERCE - Chairman
BOB STUMP
SANDRA D. KENNEDY
PAUL NEWMAN
BRENDA BURNS

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Arizona Corporation Commission

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In the matter of:

DOCKET NO. S-20825A-11-0454

ROGER D. WOODS, an individual;

JOCELYN DELA CRUZ CLEMENTS (AKA
JOY CLEMENTS, JOCELYN WOODS and
JOY WOODS), an individual; and

PHOENIX FUNDING, LLC, an Arizona
limited liability company,

Respondents.

PROCEDURAL ORDER
(Schedules Status Conference)

BY THE COMMISSION:

On December 20, 2011, the Securities Division ("Division") of the Arizona Corporation Commission ("Commission") filed a Temporary Order to Cease and Desist ("T.O.") and Notice of Opportunity for Hearing ("Notice") against Roger D. Woods, an individual, and Phoenix Funding, LLC, an Arizona limited liability company ("Phoenix Funding") (collectively "Respondents") in which the Division alleged multiple violations of the Arizona Securities Act ("Act") in connection with the offer and sale of securities in the form of notes, investment contracts and stock.

On December 30, 2011, the Division filed a Motion to Amend the T.O. and Notice ("Motion") based on additional facts that had been discovered. Respondents had yet not been served with the T.O. and Notice.

On January 10, 2012, by Procedural Order, the Division's Motion was granted.

On January 11, 2012, the Division filed an amended T.O. and Notice pleading new facts and adding Respondent Roger Woods' spouse, Jocelyn Dela Cruz Clemente (aka Joy Clemente, Jocelyn Woods and Joy Woods) as an additional Respondent alleged to have violated the Act.

Respondents were duly served with copies of the Amended T.O. and Notice.

On January 30, 2012, a request for hearing was filed on behalf of all Respondents.

1 On February 2, 2012, by Procedu8ral Order, a pre-hearing conference was scheduled on
2 February 16, 2012.

3 On February 16, 2012, the Division and the Respondents appeared through counsel. The
4 parties are discussing the issues raised by the T.O. and Notice. In the interim, the Division requested
5 that a status conference be scheduled in approximately 90 days.

6 Accordingly, a status conference should be scheduled.

7 IT IS THEREFORE ORDERED that a **status conference** shall be held on **June 5, 2012, at**
8 **10:00 a.m.**, at the Commission's offices, 1200 West Washington Street, Hearing Room No. 2,
9 Phoenix, Arizona.

10 IT IS FURTHER ORDERED that in the event the parties conclude a settlement prior to the
11 status conference, the Division shall file a Motion to Vacate the proceeding.

12 IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113-Unauthorized
13 Communications) applies to this proceeding as the matter is now set for public hearing.

14 IT IS FURTHER ORDERED that withdrawal or representation must be made in compliance
15 with A.A.C. R14-3-104(E) and Rule 1.16 of the Rules of Professional Conduct (under Rule 42 of the
16 Rules of the Arizona Supreme Court). Representation before the Commission includes appearances
17 at all hearings and procedural conferences, as well as all Open Meetings for which the matter is
18 scheduled for discussion, unless counsel has previously been granted permission to withdraw by the
19 Administrative Law Judge or the Commission.

20 IT IS FURTHER ORDERED that all parties must comply with Rules 31 and 38 of the Rules
21 of the Arizona Supreme Court and A.R.S. § 40-243 with respect to practice of law and admission
22 *pro hac vice*.

23 IT IS FURTHER ORDERED that the Presiding Officer may rescind, alter, amend, or waive
24 any portion of this Procedural Order either by subsequent Procedural Order or by ruling at hearing.

25 DATED this 21st day of February, 2012.

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MARC E. STERN
ADMINISTRATIVE LAW JUDGE

1 Copies of the foregoing mailed/delivered
2 this 21st day of February, 2012 to:

3 Alan Baskin
4 Michelle M. Lauer
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17 By:



18 Debra Broyles
19 Secretary to Marc E. Stern
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